

Karma Co-operative Board of Directors

Minutes of the meeting held on January 4, 2007

St. Albans Boys' and Girls' Club

Directors present: Deborah Cherry, Rolf Struthers, Margeret Knittl, Mohsen Ahmed, Anil Reddi, Micki Honkanen, John Viktorin, Charles Danzker, John Richmond, Jonathan Tracey

Members present: Suzanne Molina, James Wilkinson, Joerg Wittenbrinck

Staff present: Graeme Hussey, Philipp Harderer

Minutes recorded by: Diane Saibil

1. Adoption of the proposed agenda

Moved by Rolf, seconded by Anil, THAT the agenda be adopted as presented.
ADOPTED.

2. Conflict of Interest

None was declared.

3. Adoption of the Minutes

As not everyone had received a copy of the minutes of the last meeting, the adoption of the minutes of December 7, 2006 was postponed to the next meeting

4. Communications Committee Business

a) Committee Mandate

Suzanne distributed a document regarding the committee mandate (attached). A question was raised as to whether the committee would have veto power over materials prepared by other committees. Suzanne explained that the committee's role was to assist other committees by editing their materials to a uniform Karma standard. While this may involve changing materials, most of the items are Board materials and therefore require final approval by the Board.

Moved by Micki, seconded by Deborah, THAT the Communications Committee document be received and brought forward to the next meeting so that Board members have time to review it before voting on it.
ADOPTED.

b) Store Brochure

Changes to the store brochure have been approved, but Graeme has not received a clean copy with the amendments. It was agreed that the Communications Committee will liaise with Graeme regarding the selection of a designer and then proceed with arrangements to have the brochure printed. (N.B. Later in the meeting, Graeme was instructed to contact Suzanne to ensure that he receives a clean copy of the amended brochure in a timely way.)

5. Physical Planning Committee Proposal

A proposal to form a Physical Planning Committee was circulated (attached).

Moved by Mohsen, seconded by Micki, THAT the proponents be given time to present their proposal.

ADOPTED.

The proposal was presented by James Wilkinson.

The following questions/comments were raised:

- The importance of getting cost estimates as soon as possible was emphasized.
- Cost estimates need to include both income loss that will be incurred if the store is closed during renovations and a generous allowance for unforeseen costs arising from the age of the building.
- Use of member labour may result in higher costs if it results in a longer period of store closure.
- The timeline foreseen in the proposal is very tight and perhaps unrealistic.
- It was clarified that the committee proposed is not a permanent committee.
- It was clarified that the “master plan” refers to the overall store layout and that only 2 or 3 master plan proposals are expected. Once the master plan proposals have been received, there will be a second step to seek broad member input into the details of the design. The exact process for this second step has not yet been determined. It was suggested that female input is essential and that the input should be sought in the context of a meeting or forum to which members would be invited.
- A briefing document is needed before master plan proposals can be sought.

Moved by Mohsen, seconded by Deborah, THAT the proposal be adopted as circulated, with the addition of a sixth point to the operational strategy stating that “The committee will include a Board representative to be appointed by the Board.”

There was some discussion about the role of the General Manager on the committee. A point of order was raised about the General Manager’s right to speak to this and it was agreed that he could speak.

Motion ADOPTED.

N.B. It was clarified that there were two versions of this document circulating, one of which called for the General Manager to be a member of the committee, and one of which includes the General Manager as a resource person. The second is the correct document and is attached to these minutes.

Appoint of a Board member to sit on the committee

Moved by Mohsen, seconded by Jonathon, THAT the appointment be delayed until January 12 to allow time for reflection and discussion, and that the decision be made by email.

FAILED.

Moved by Mickey, seconded by John V. THAT Mohsen be the Board representative on the committee.

ADOPTED.

6. General Manager's Report

The General Manager's report was circulated prior to the meeting (attached). The report was received by the meeting. The following questions/comments were raised:

- Margaret requested that, in future, any items from the building condition report that are completed be included in the report.
- Graeme was instructed to contact Suzanne about the brochure.
- A question was raised about members' reaction to the building maintenance fee. Graeme said that cashiers are starting to collect the fee and there have not been complaints. His impression is that many of the working members will opt to work the extra hours rather than paying the fee.

7. Treasurer's Report

The report was distributed and received by the meeting (attached). Jonathon requested that future reports be in point form format if possible.

It was clarified that the financial report was prepared by Rolf, but that, as of next month, the transition will be complete and the financial report will come from the Treasurer as part of his report. Rolf is no longer on the Finance Committee.

8. The Grants

Rolf reported that the letters to the granting agencies are ready to go but have not been sent yet. He will follow up in the near future.

9. Committee of Committees Proposal

The proposal was circulated (attached).

Moved by Micki, seconded by Rolf, THAT the proposal be adopted as circulated.

John V. expressed reservations, noting that he feels this model may distance committees from the Board. He suggests adding a statement to the effect that the model will be reviewed in a year's time.

Jonathon spoke against the proposal, saying that it is too heavy, involves too much work, and that he prefers the Board liaison model.

Micki clarified that the proposal calls for the committee caucus to meet bi-monthly, not monthly.

Motion ADOPTED.

The Board adjourned to an in-camera session at 9:10.

Attachment 1

Karma Cooperative Board of Directors Agenda

7:00 Call to order

7:00 Acceptance of the agenda

7:05 declarations of conflict of interest

7:05 Minutes of Dec. 7, 06 (circulated)

7:10 Communications Committee – Suzanne Molina (documents have been circulated)

7:30 Ad Hoc Committee to oversee the installation of new cooler rooms (documents to be circulated) – rolf, Margaret, Charles et al

8:00 GMs Report - Graeme

8:10 Treasurer's report – Anil

8:20 The brochure - Deborah

8:30 Committee of Committees motion - Micki

8:45 The grants - Rolf

8:50 Remaining items not yet incorporated in our agenda items.

- Member labour suggestions
- Smaller carts
- Expansion
- Board Retreat
- Governance
- Improving Gross Profit
- General Board communication with the membership
- Participatory budget
- Board ID buttons
- New members promotion
- Grant Funds (agenda)

9:00 In camera

Attachment 2

General Manager's Report

Submitted by Graeme Hussey

January 2007

The receiver general has been paid.
PST and WSIB payments are up to date.

Sales

- Sales in FY 07 year to date (YTD-June through October) were \$26,500 (4.1%) above budget projections and \$37,500 (5.9%) above FY 06 YTD sales. Budget comparisons for November are not available.

Finances (Including inventory, shrink and cash flow)

- Financial analysis has not changed since the board orientation.
- We are actively collecting the building and capital membership fee.
- Significant actions are planned or have been commenced recently to combat shrink and product loss. Please refer to the separate report previously distributed there are no recent updates. This was distributed at the orientation and through email. I can provide a further verbal update at the board meeting.
- Sunday November 26 was our mid-year inventory. This opportunity gives Karma the chance to correct its shrink and product loss estimates and provides a clearer picture of our finances year to date. The adjustment to the statements was minimal.
- Draft store net income in FY07 YTD (June through November) is negative \$400.
- Draft gross profit in FY07 YTD (June through October) was \$22,600 above budget projections and \$3,300 above FY 06 YTD gross profit. Budget comparisons for November are not available.

Capital and Maintenance Changes

- Nothing to report.
- I do not intend to consider capital purchases until a finalized renovation plan is complete. Unless there is an emergency replacement.

Member Labour & Relations

- 2006 member survey was complete and we are waiting for the analysis. Should be complete in the coming month.
- Will begin requiring members to show groceries when purchased in January.

Operational Changes

- Will be installing a glass break alarm system in January.

Promotions and Marketing

- Have found the approved changes to the brochure and intend to revise the brochure incorporating the changes and would like the board approval to reprint the brochure.

Staff

- Part time clerk will be leaving in January because of increased school load. In process of hiring a replacement and do not expect this impact operations.

Miscellaneous Items

- Nothing to report.

Announcements and Questions to the board and committees

- I have received the approved board minutes for May, September and October and will ensure these are posted to the Karma Web site in the coming week. There is still one month of minutes outstanding.